

*Lynch, J*

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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THOMAS H. LEE EQUITY FUND V, L.P.	:
THOMAS H. LEE PARALLEL FUND V, L.P. and,	:
THOMAS H. LEE EQUITY (CAYMAN) FUND V,	: 07-CV-8663 (GEL)
L.P.	:
	: <b>STIPULATION AND ORDER</b>
Plaintiffs,	:
v.	:
	:
GRANT THORNTON LLP,	:
	:
Defendant.	:
	:
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IT IS HEREBY STIPULATED AND AGREED, by and between the attorneys for the undersigned parties to the above-captioned action ("Action"), as follows:

1) Defendant Grant Thornton LLP ("Defendant") shall have until November 5, 2007 to answer, move, or otherwise respond to the complaint in this Action ("Complaint").

2) In the event Defendant moves to dismiss the Complaint, Plaintiffs Thomas H. Lee Equity Fund V, L.P., Thomas H. Lee Parallel Fund V, L.P. and Thomas H. Lee Equity (Cayman) Fund V, L.P. shall have until December 19, 2007 to serve their opposition to such motion, and Defendant shall have until January 18, 2008 to serve its reply.


3) Nothing herein shall limit or otherwise affect Plaintiffs' ability to move to remand this action to the Supreme Court of the State of New York.

4) This stipulation may be executed in two or more counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same agreement, and

a facsimile, which shall have the same force and effect as an original signature, may be filed in place and instead of the original.

Dated: October 11, 2007  
New York, New York

WEIL, GOTTSAL & MANGES, LLP

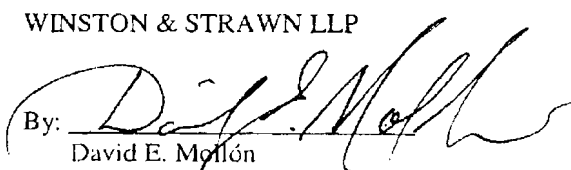
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L.P. and Thomas H. Lee Equity (Cayman)  
Fund V, L.P.*

WINSTON & STRAWN LLP

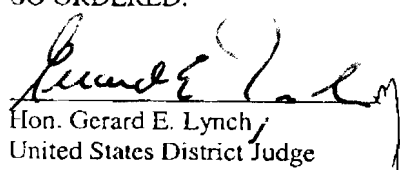
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*Attorneys for Grant Thornton LLP*

SO ORDERED.

  
Hon. Gerard E. Lynch  
United States District Judge

10/12/07